

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 023 Scrip Code-532178	The National Stock Exchange of India Limited Exchange Plaza, 5th Floor Bandra Kurla Complex Bandra (East), Mumbai-400051 Symbol-ENGINEERSIN
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विषय: रिमोट ई-वोटिंग प्रक्रिया द्वारा पोस्टल बैलेट के परिणाम

Sub: Results of Postal Ballot by remote e-voting process

प्रिय महोदय/महोदया,
Dear Sir/Madam,

In terms of the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report for the ordinary resolution relating to appointment of Director as set out in the Notice of postal ballot dated 1st November, 2022.

The aforesaid resolution has been passed by Members through postal ballot by remote e-voting process. The said resolution is deemed to have been passed on the last date of e-voting i.e. on Thursday, 1st December, 2022.

The voting results and scrutinizer's Report are also available on the website of the Company at <https://engineersindia.com/investors/postal-ballot/> website of the NSDL i.e. www.evoting.nsdl.com and displayed on the Notice Board of the company at its Registered Office.

कृपया उपरोक्त आपकी जानकारी एवं रिकॉर्ड के लिए है।
The above is for your kind information & records please.

धन्यवाद/Thanking you,

भवदीय/Very truly yours,

नरेंद्र कुमार/Narendra Kumar
अनुपालन अधिकारी/Compliance officer

Encl: As above /संलग्नक: यथोक्त

ENGINEERS INDIA LIMITED - e-Voting Postal Ballot (Date 02-11-2022 to 01-12-2022)

Total number of shareholders on record date: '295463' No. of Shares: '562042373'

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No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :		NA	No. of Shares:	NA			
Public :		NA	No. of Shares:	NA			

Detail of the Agenda:

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100

1. To appoint Shri Rajiv Agarwal [DIN: 09748894], as Director (Technical) of the Company .

Ordinary Resolution

Promoter and Promoter Group	E-Voting	288458584	288458584	100.000	288458584	0	100.000	0.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		288458584	288458584	100.000	288458584	0	100.000
Public – Institutional holders	E-Voting	113932718	92069060	80.810	64458071	27610989	70.011	29.989
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		113932718	92069060	80.810	64458071	27610989	70.011
Public-Others	E-Voting	159651071	1930106	1.209	1834477	95629	95.045	4.955
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		159651071	1930106	1.209	1834477	95629	95.045
GRAND TOTAL		562042373	382457750	68.048	354751132	27706618	92.756	7.244





Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Engineers India Limited,
Engineers India Bhawan, 1, Bhikaji Cama Place,
New Delhi-110066.

Scrutinizer's Report on postal ballot voting by way of electronic means in respect of passing of the resolution set-out in the notice dated 1st November, 2022 through Postal Ballot.

Dear Madam,

I, Sachin Agarwal, Company Secretary in practice and Partner, M/s. Agarwal S. & Associates, Practising Company Secretaries, Delhi (C.P. No. 5910) had been appointed as Scrutinizer by the Board of Directors of Engineers India Limited ("the Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of e-voting process ("e-voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated 1st November, 2022 ("Notice") issued pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, ("Rules"), applicable Secretarial Standards issued by the Institute of Company Secretaries of India, General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 and 3/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and Regulation(s) 17 & 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR, 2015"), approval of shareholders for appointment of a person on the Board of Directors is required to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders has been obtained through the process of said Postal Ballot.

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

1. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("SEBI LODR, 2015") relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till Thursday, 1st December, 2022 at 5:00 p.m.

3. Cut-off Date

The Members of the Company as on the "cut-off" date as set out in the Notice i.e. Friday, 28th October, 2022 were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

4. E-Voting Process

- i. The e-voting period remained open from Wednesday, 2nd November, 2022 at 9:00 a.m. (IST) to Thursday, 1st December, 2022 at 5:00 p.m. (IST).
- ii. The votes cast during the e-voting were unblocked on Thursday, 1st December, 2022 after the conclusion of e-voting period for Postal Ballot and was witnessed by two witnesses, Ms. Garima Grover and Mr. Shailendra Singh, who are not in the employment of the Company and / or National Securities Depository Limited (NSDL). They have signed below in confirmation of the same.

GARIMA Digitally signed by
GARIMA GROVER
Date: 2022.12.02
16:48:14 +05'30'
GROVER
(Witness 1)

Shailendr Digitally signed by
Shailendra Singh
Date: 2022.12.02
16:48:34 +05'30'
a Singh
(Witness 2)

- iii. Thereafter, the details containing, inter alia; the list of Members who voted "in favour" or "against" on the resolution was generated from the e-voting website <https://www.evoting.nsdl.com>. Based on the report generated and relied upon by me, data on the e-voting was scrutinized.

5. I submit herewith the Scrutinizer's Report on the results of the e- voting for postal ballot, based on the report generated by National Securities Depository Limited, scrutinized and relied upon by me as under:

- i. **Ordinary Resolution:** -To appoint Shri Rajiv Agarwal [DIN: 09748894], as Director (Technical) of the Company.

Total Valid Votes		Votes in Favour			Votes Against		
Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
2334*	382457750	2115	354751132	92.76	222	27706618	7.24

* The Total Valid Voters are 2334 out of them 3 Voters who had voted both in favour and Against due to which they are counted twice.

Notes:

- i. Aforesaid resolution contained in the Notice has been passed with requisite majority by the Members of the Company.
 - ii. The figures in percentage have been rounded off to 2 decimal points.
6. The electronic data and all other relevant records relating to e-voting were handed over to Sh. Suwendu Kumar Padhi, Company Secretary, EIL.

Thanking you,

For Agarwal S. & Associates,
Company Secretaries
FRN: P2003DE049100,
Peer Review No. 2725/2022

S. K. Padhi
Company Secretary

SACHIN AGARWAL
Digitally signed by
SACHIN AGARWAL
Date: 2022.12.02
16:51:34 +05'30'

Sachin Agarwal
Partner
Membership No.: F-5774
COP No.: 5910
Place: New Delhi
Date: 2nd December, 2022
UDIN: F005774D002585054

Vartika Shukla
Chairman & Managing Director